

Exhibit 2

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

NICOLAS GOUREAU and)
STEPHANIE MENKIN, individually and)
derivatively on behalf of ML FASHION,)
LLC, a Delaware limited liability)
company,)
)
Plaintiffs,)
) C.A. No. 2020-0486-MTZ
v.)
)
MARCUS LEMONIS, an individual, ML)
RETAIL, LLC, a Delaware limited)
liability company, MARCUS LEMONIS,)
LLC, a Delaware limited liability)
company, ROBERTA RAFFEL aka)
Bobbi Lemonis, an individual, and MLG)
RETAIL, LLC, a Delaware limited)
liability company,)
)
Defendants,)
)
and)
ML FASHION, LLC, a Delaware limited)
liability company,)
)
Nominal Defendants.)

SUPPLEMENTAL DECLARATION OF MARCUS LEMONIS

I, Marcus Lemonis, hereby declare, under penalty of perjury, as follows:

1. I am the Manager, Chairman, and CEO for ML Fashion, LLC (“ML Fashion”). I am over the age of twenty-one years, of sound mind, suffer no legal disabilities, and am fully competent in all respects to make this declaration. The

statements below are based on my personal knowledge, investigation, and review of ML Fashion's business.

2. I make this Supplemental Declaration in support of ML Retail, LLC; Marcus Lemonis, LLC; and MLG Retail, LLC's Opposition to Plaintiff's Motion to Expedite Proceedings and for Status Quo Order ("Motion"), and for such other and further relief as the Court deems just and proper.

3. I have worked as Manager of ML Fashion since being appointed upon its inception on or about March 29, 2016. Based on the positions I hold and have held, I am familiar with the general activities and day-to-day operations at ML Fashion. As the Manager, I have the full, exclusive and unilateral power and authority to make all decisions affecting the business and affairs of ML Fashion under Section 6.1(a) of the Company Agreement.

4. As set forth in my original Declaration, during my tenure as ML Fashion's Manager, I have repeatedly been required to address Plaintiffs' Stephanie Menkin ("Menkin") and Nicholas Goureau ("Goureau," collectively "Plaintiffs") gross mismanagement of ML Fashion for their personal benefit. Among other wrongful actions, Plaintiffs have misappropriated ML Fashion property to support their personal side businesses to the detriment of ML Fashion. Plaintiffs' misappropriation of ML Fashion property has blatantly continued to this very day.

5. After submitting my original Declaration on August 28, 2020, I became aware that Menkin and Goureau started a new fashion store called Nobelle, located at 85 Greenwich Avenue, Greenwich, Connecticut 06830. Nobelle opened for business on or about August 23, 2020, based on the date of the store's first social media post on Instagram. Attached as **Exhibit A** is a true and correct copy of the Nobelle Instagram page, as of August 31, 2020. Attached as **Exhibit B** is a true and correct copy of the "Shopnobelle.com" Internet Web Page, as of August 31, 2020. Attached as **Exhibit C** is a true and correct copy of the Nobelle Facebook page, as of August 31, 2020. Attached as **Exhibit D** are additional images showing what Menkin and Goureau are selling in Nobelle.

6. As demonstrated by these exhibits, Menkin openly boasts of owning and running Nobelle in violation of her legal obligations to ML Fashion. Moreover, Goureau has used ML Fashion computers to set up computer software accounts on Nobelle's behalf at the retail location it is using in Greenwich, Connecticut.

7. Nobelle's retail location at 85 Greenwich Avenue, Greenwich Connecticut, is a former ML Fashion storefront which Menkin and Goureau are using without permission from ML Fashion.

8. I am personally familiar with the fixtures, furniture, and equipment ("FFE") that belong to ML Fashion. Based on the pictures in Nobelle's social media

postings and elsewhere, the FFE that Nobelle is using in ML Fashion's retail space to sell its products belong to ML Fashion. *See Exs. A-D.*

9. In addition to illicitly operating Nobelle out of ML Fashion's retail space, Menkin and Goureau are also promoting ML Fashion's inventory as Nobelle's property via its social media postings. I am personally familiar with the inventory, brands, and products that ML Fashion sells. Nobelle's social media accounts contain pictures showing Nobelle offering for sale ML Fashion's inventory, private brands, and products. *See Exs. A-D.*

10. In addition to being the property of ML Fashion, the inventory and fixtures that Menkin and Goureau have misappropriated are collateral for the loans made to ML Fashion by ML Retail. Menkin and Goureau have taken this collateral without authority of ML Fashion and in violation of the credit and security agreements between ML Fashion and ML Retail.

11. Menkin and Goureau's conduct has caused and is causing irreparable injury to Defendants, including the loss of a unique retail property in Greenwich, damage to ML Fashion's brands and businesses by Menkin and Goureau's operation of a competing business; harm to Defendants' reputation and goodwill; and the prospect that ML Fashion will be unable to perform under the Credit and Security Agreement, jeopardizing the employment of ML Fashion's 33 employees.. Menkin and Goureau's conduct will continue to damage Defendants and to deceive the

public in a manner that is not compensable by money damages. Defendants have no adequate remedy at law with respect to Plaintiffs' acts of false advertising.

12. Plaintiffs' ongoing and continued misappropriation of ML Fashion assets reveals that, though self-portrayed as victims, Plaintiffs are the real perpetrators, as they have made payments from ML Fashion to their mother without consent of ML Fashion, shipped products and fixtures to their individual homes, paid personal staff with ML Fashion funds, and reimbursed their personal expenses with ML Fashion funds.

Pursuant to 10 Del C. § 3927, I state under penalty of perjury under the laws of the State of Delaware that the above is true and correct.

Executed this 31 th day of August, 2020.



A handwritten signature in black ink on a white background. The signature is fluid and cursive, appearing to read "Marcus Lemmons". Below the signature, the name "Marcus Lemmons" is printed in a smaller, sans-serif font.

Exhibit A

shopnobelle [Follow](#) ...

9 posts 90 followers 12 following

NOBELLE

Sara & Stephanie pool together their 25+ yrs of Styling and Retail background to bring you a new realm of customer experience. Stay tuned for details!
www.shopnobelle.com

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shopnobelle • Follow
Greenwich, Connecticut

shopnobelle Sweater weather is around the corner, stop by to see our newest collection! #sweater #sweaterweather #new #musthave @stephanie_goureau @sarit_n

1d

20 likes

1 DAY AGO

Add a comment... Post

More posts from shopnobelle





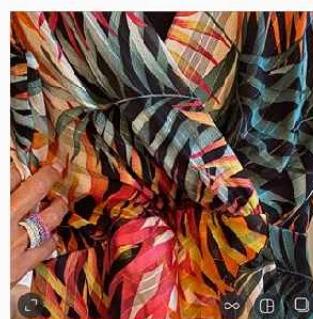
shopnobelle • Follow
Greenwich, Connecticut

shopnobelle Sweater weather is around the corner, stop by to see our newest collection! #sweater #sweaterweather #new #musthave @stephanie_goureau @sarit_n
1d

20 likes 1 DAY AGO

Add a comment... Post

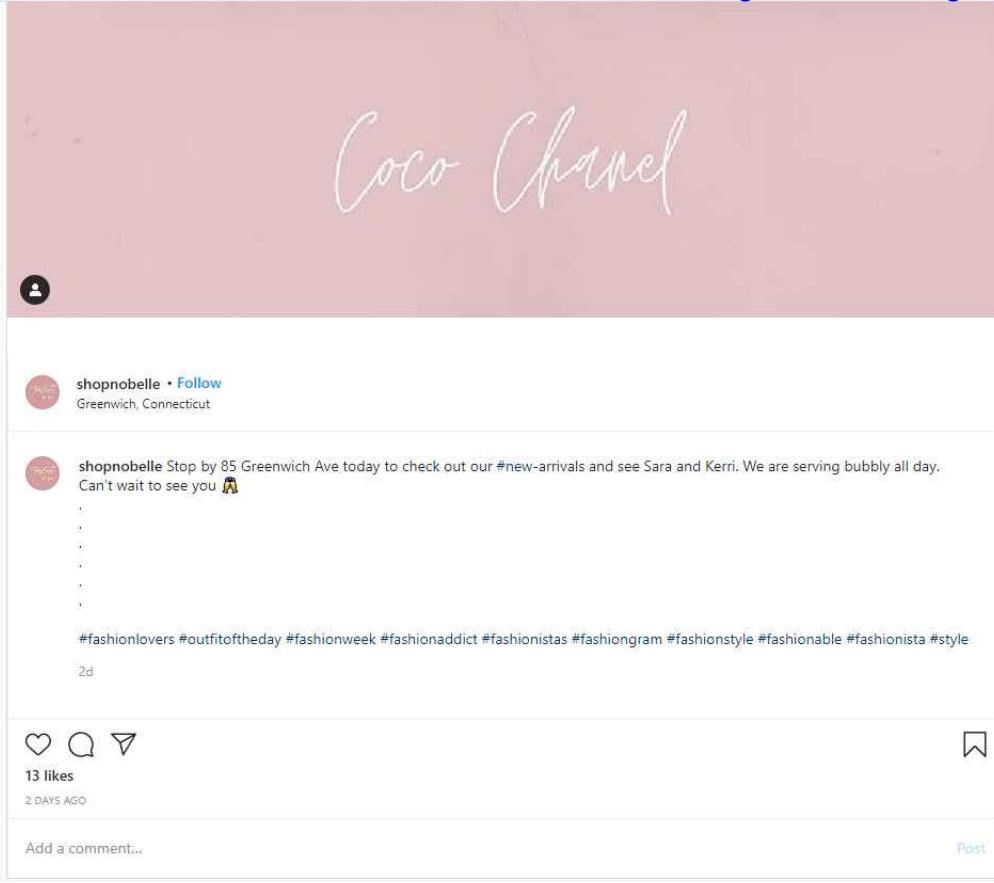
More posts from shopnobelle





More posts from shopnobelle





Coco Chanel

shopnobelle • Follow
Greenwich, Connecticut

shopnobelle Stop by 85 Greenwich Ave today to check out our #new-arrivals and see Sara and Kerri. We are serving bubbly all day. Can't wait to see you 🍷

#fashionlovers #outfitoftheday #fashionweek #fashionaddict #fashionistas #fashiongram #fashionstyle #fashionable #fashionista #style

2d

13 likes 2 DAYS AGO

Add a comment... Post

More posts from shopnobelle





shopnobelle • Follow
Greenwich, Connecticut

shopnobelle This is how we like it! simple & chic! #chicoutfit #pink #denim #happy #fashion #ootdfashion
2d

17 likes
2 DAYS AGO

Add a comment... Post

More posts from shopnobelle





shopnobelle • Follow
Greenwich, Connecticut

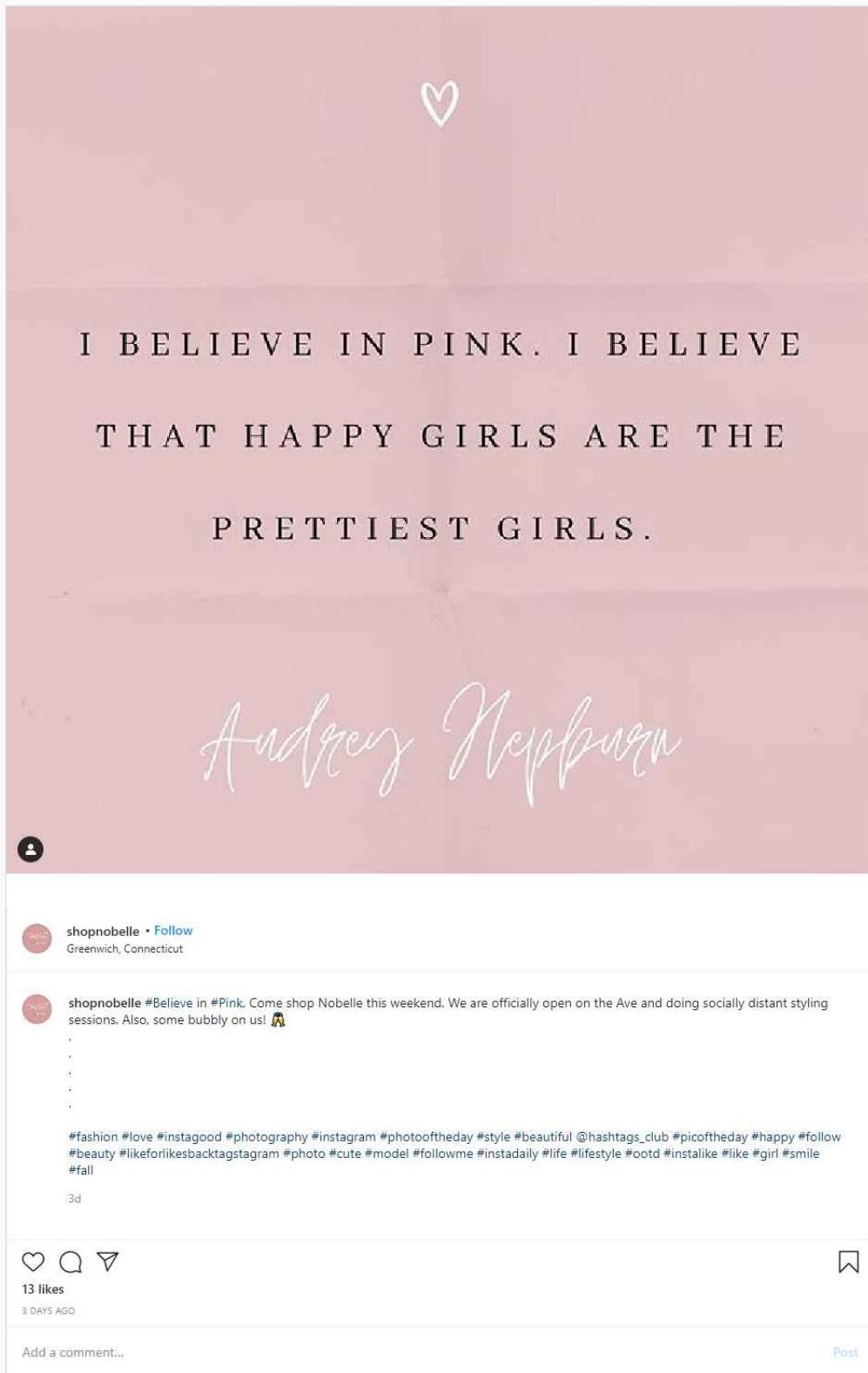
shopnobelle This is how we like it! simple & chic! #chicoutfit #pink #denim #happy #fashion #ootdfashion
2d

17 likes
2 DAYS AGO

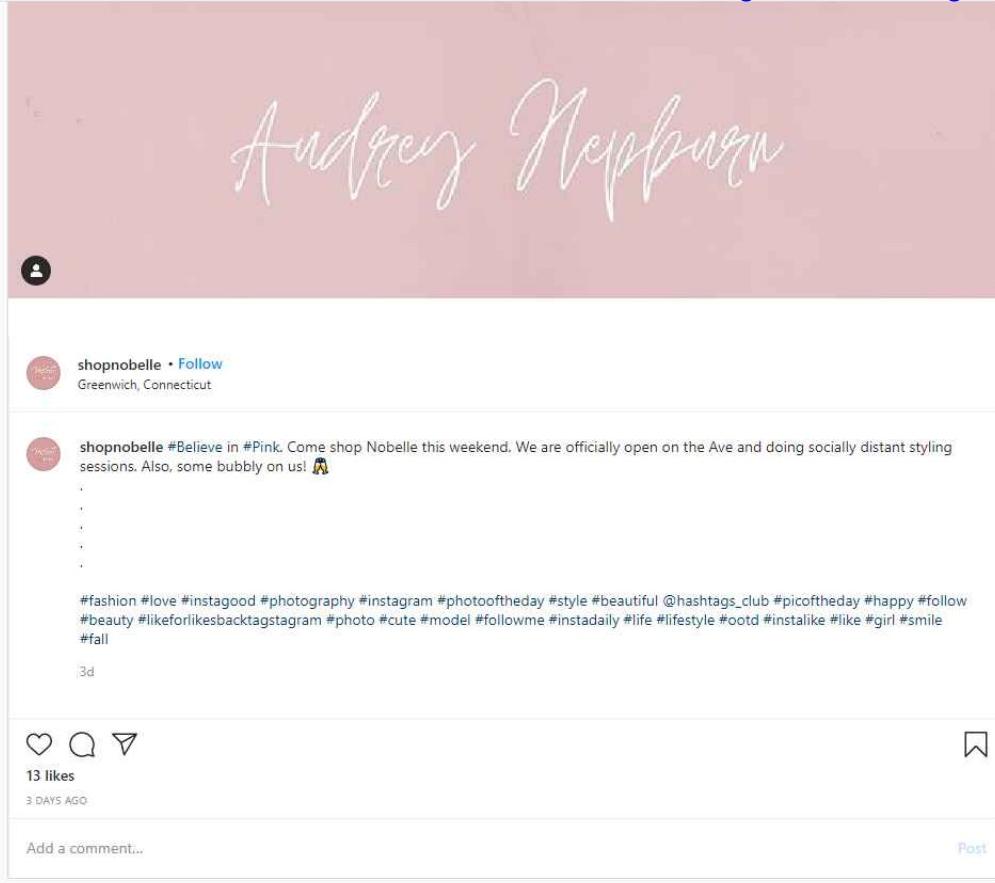
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More posts from shopnobelle



Audrey Hepburn

shopnobelle • Follow
Greenwich, Connecticut

shopnobelle #Believe in #Pink. Come shop Nobelle this weekend. We are officially open on the Ave and doing socially distant styling sessions. Also, some bubbly on us! 🥂

#fashion #love #instagood #photography #instagram #photooftheday #style #beautiful @hashtags_club #picoftheday #happy #follow #beauty #likeforlikesbacktagstagram #photo #cute #model #followme #instadaily #life #lifestyle #ootd #instalike #like #girl #smile #fall

3d

13 likes 3 DAYS AGO

Add a comment... Post

More posts from shopnobelle





 shopnobelle • Follow
Greenwich, Connecticut

 shopnobelle Cheers to a great night! 🎉之心 #nightout #fashion #cheers #livelifetothefullest
3d



9 likes

3 DAYS AGO

Add a comment...

Post

More posts from shopnobelle





Instagram

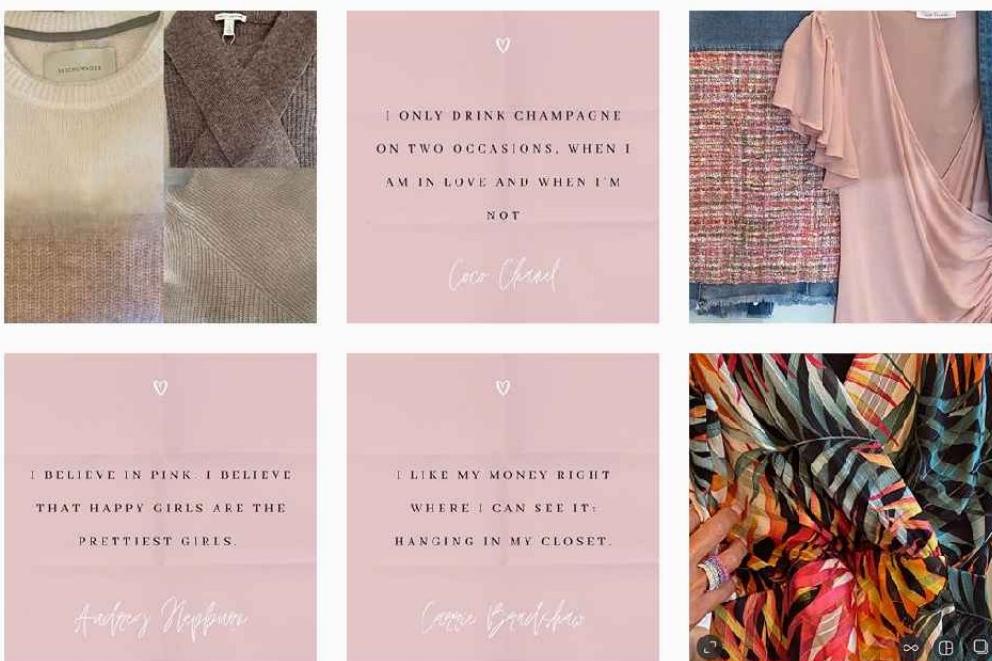
shopnobelle • Follow
Greenwich, Connecticut

shopnobelle Cheers to a great night 🎉之心 #nightout #fashion #cheers #livelifeatthefullest
3d

9 likes
3 DAYS AGO

Add a comment... Post

More posts from shopnobelle



Two small images of ribbed knit tops, one light beige and one dark brown.

A pink rectangular graphic with a heart icon at the top. Text in the center reads: "I ONLY DRINK CHAMPAGNE ON TWO OCCASIONS, WHEN I AM IN LOVE AND WHEN I'M NOT". Below the text is a signature that appears to be "Coco Chanel".

A pink rectangular graphic with a heart icon at the top. Text in the center reads: "I BELIEVE IN PINK. I BELIEVE THAT HAPPY GIRLS ARE THE PRETTIEST GIRLS.". Below the text is a signature that appears to be "Audrey Hepburn".

A pink rectangular graphic with a heart icon at the top. Text in the center reads: "I LIKE MY MONEY RIGHT WHERE I CAN SEE IT: HANGING IN MY CLOSET.". Below the text is a signature that appears to be "Coco Chanel".

A large image of a person wearing a vibrant, patterned dress with a tropical or jungle theme.

The image shows an Instagram post from the account **shopnobelle**. The post features a quote from Carrie Bradshaw: "I LIKE MY MONEY RIGHT WHERE I CAN SEE IT: HANGING IN MY CLOSET." Below the quote is a signature that reads "Carrie Bradshaw". The post has 7 likes and was made 3 days ago. It includes hashtags: #fashionlovers #outfitoftheday #fashionweek #fashionaddict #fashionistas #fashiongram #fashionstyle #fashionable #fashionista #style. The profile picture of the user is a small circular image.

shopnobelle • Follow
Greenwich, Connecticut

shopnobelle Oldie but goodie. Do something to make you feel good today 🍒🍓🍇 .
#fashionlovers #outfitoftheday #fashionweek #fashionaddict #fashionistas #fashiongram #fashionstyle #fashionable #fashionista #style
3d

7 likes
3 DAYS AGO

Add a comment... Post

More posts from **shopnobelle**



Carrie Bradshaw

shopnobelle • Follow
Greenwich, Connecticut

shopnobelle Oldie but goodie. Do something to make you feel good today 🍷☀️☀️ .
#fashionlovers #outfitoftheday #fashionweek #fashionaddict #fashionistas #fashiongram #fashionstyle #fashionable #fashionista #style

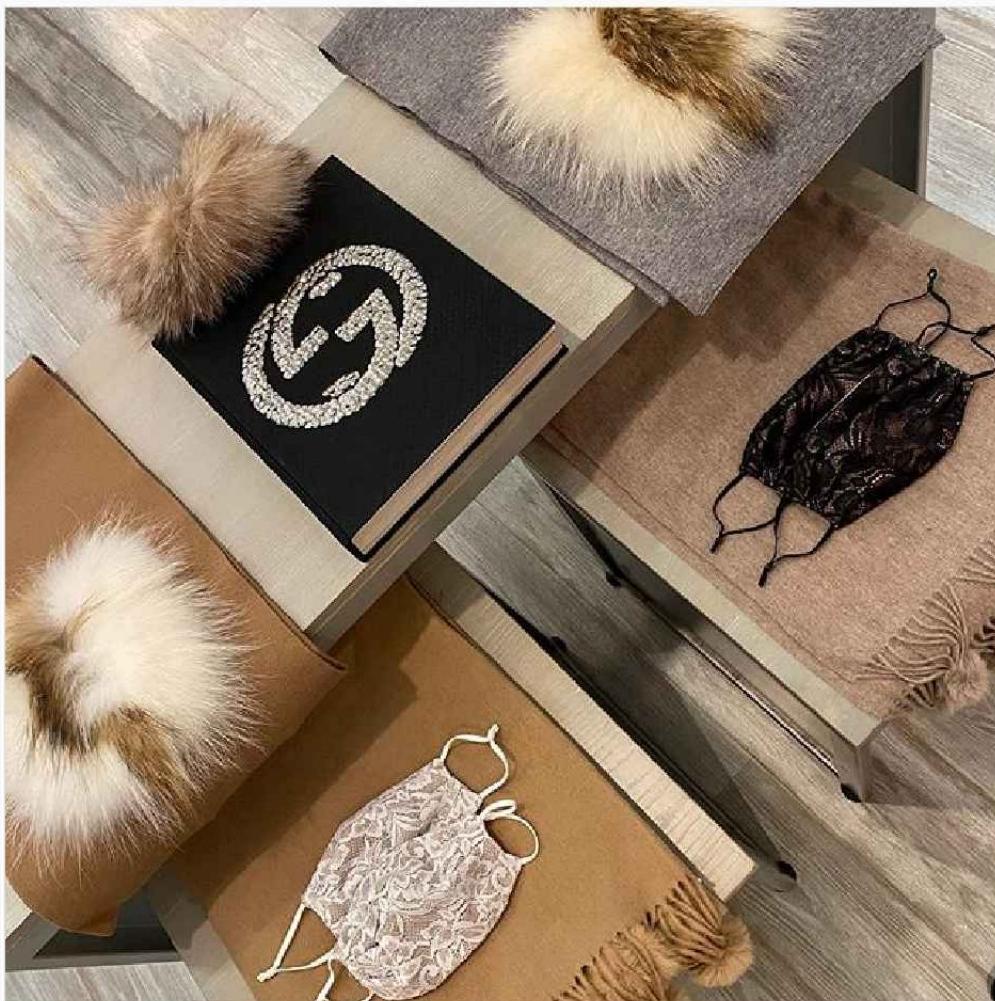
3d

7 likes
3 DAYS AGO

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More posts from shopnobelle





shopnobelle • Follow
Greenwich, Connecticut



shopnobelle These days you read, you protect while you stay fashionable 📖➡️👉 #bookstagram #mask #fashion #greenwich
@the_bms @h_trailz

1w



cherie_glassman Gorgeoys 🎉🎊

1w 1 like Reply



cherie_glassman Need !!!

1w 1 like Reply

— Hide replies



shopnobelle @cherie_glassman must!! 🎉❤️

1w Reply



stephanie_goureau I'm so proud #newadventure

1w 1 like Reply

— Hide replies



shopnobelle @stephanie_goureau cheers 🎉 to the new venture ☺

1w Reply



debscollection @shopnobelle ❤️

1w Reply



h_trailz ❤️❤️❤️❤️

Instagram Search       

cherie_glassman Gorgeoys 🎉🎊

1w 1 like Reply

cherie_glassman Need !!!

1w 1 like Reply

—— Hide replies

shopnobelle @cherie_glassman must!!🎉❤️

1w Reply

stephanie_goureau I'm so proud #newadventure

1w 1 like Reply

—— Hide replies

shopnobelle @stephanie_goureau cheers 🎉 to the new venture ☺

1w Reply

debscollection @shopnobelle ❤️

1w Reply

 h_trailz ❤️❤️❤️❤️❤️

6d Reply

—— Hide replies

shopnobelle @h_trailz ❤️❤️❤️

6d Reply

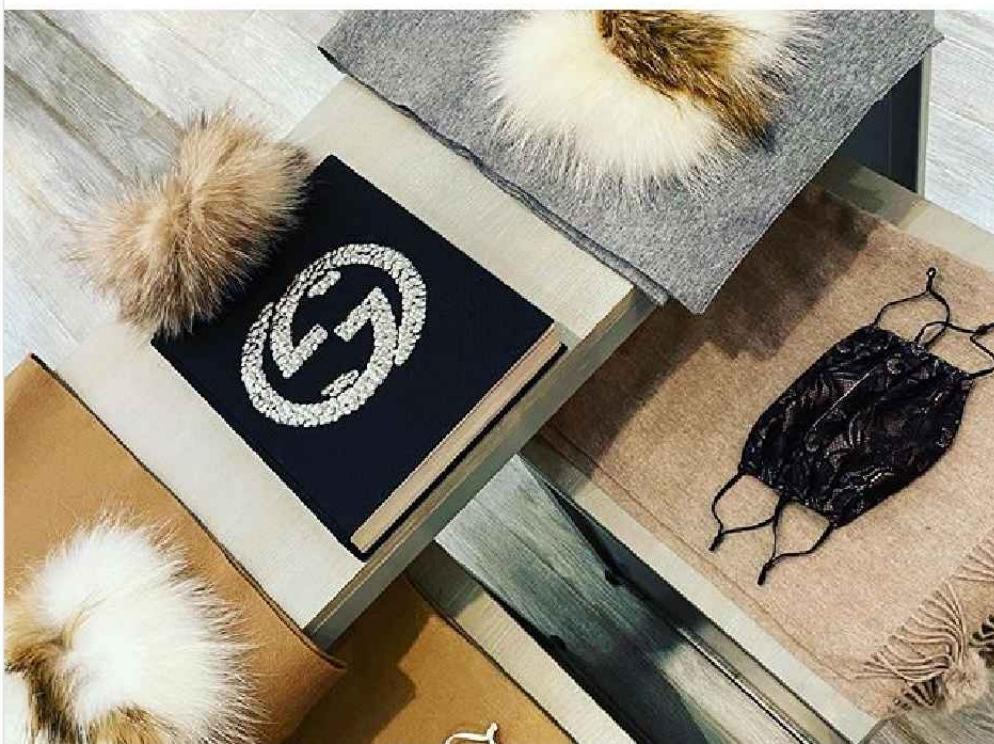
21 likes

AUGUST 23

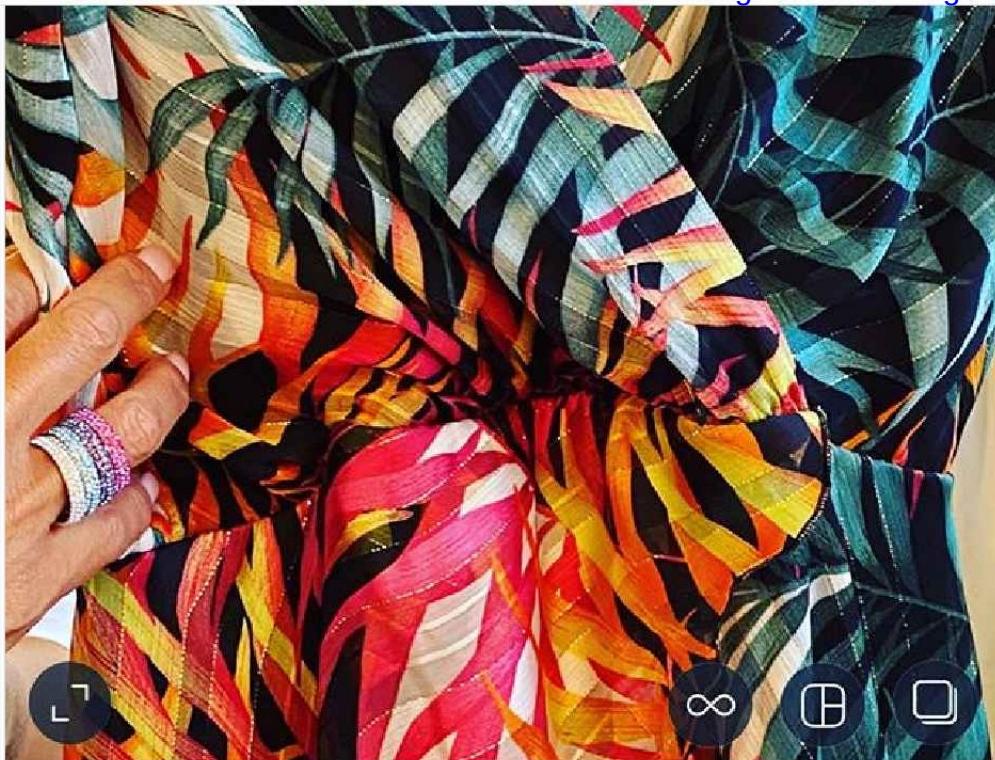
Add a comment... 

More posts from shopnobelle









 stephanie_goureau • Follow
Greenwich, Connecticut

 stephanie_goureau I've always worked hard to keep up with your needs. I've scoured the globe to find what's next, what looks good but most importantly, feels great. I am so proud to introduce my newest #love @shopnobelle. Named after the beautiful and inspiring "Belle Noemi" we embark on this new adventure and invite you to join us. Sara and I can't wait to see you there!

2d

 sarit_n Cheers 🎉 to our new adventure! ❤️

2d Reply

— Hide replies

 stephanie_goureau @sarit_n ❤️ ❤️ ❤️

2d Reply

 monteiroinsta @sarit_n congrats 🎉 🎉!

2d Reply

 laraffin 🎉 🎉 🎉 🎉 🎉

2d Reply

 pattycweiss Congratulations! 🎉 🎉 🎉

2d Reply

 ildiesmiles ❤️ 😊 🎉

2d Reply

 josh.gaynor 🙌 🙌 ❤️ ❤️ ❤️

2d Reply

 emma_bernadette ❤️ 🎉 ❤️ 🎉

2d Reply

 nicki.roxx MY SUPER WOMAN @stephanie_goureau @sarit_n ★

2d Reply

— Hide replies

 stephanie_goureau @nicki.roxx takes one to know one!!!!

2d 2 likes Reply

 sarit_n @nicki.roxx SO ARE YOU 🎉 🎉

2d Reply

Instagram Search

stephanie_goureau @nicki.roxx takes one to know one!!!!
2d 2 likes Reply

sarit_n @nicki.roxx SO ARE YOU 🌻🌻
2d Reply

nicki.roxx @stephanie_goureau ❤️
2d Reply

vb_martinez What an incredible collection!
2d Reply

jpklim I need this palm print
2d Reply

debscollection So exciting 🙌❤️
2d Reply

isabelleorlansky 🍒
2d 1 like Reply

glicky11 You go girls! Best of luck!😊
1d 1 like Reply

rachellynnchicago Congratulations Ladies! ❤️💻💃
1d 1 like Reply

— Hide replies

sarit_n @rachellynnchicago thank you 😊 miss you ☺️❤️
1d Reply

rachellynnchicago @sarit_n miss you too! So happy for you all! ❤️😊
1d Reply

mrslizzyks I am in Greenwich let's get dinner lunch anything
1d Reply

— Hide replies

stephanie_goureau @mrslizzyks would love that!
1d Reply

giulianatalecapri ❤️❤️❤️❤️
1d Reply

danielavesco ✨ Congratulations ma belle! 😊😊😊
1d 1 like Reply

ella_shopaholic1 Congrats to both of you ❤️
1d Reply

Heart Comment Share

146 likes
2 DAYS AGO

Add a comment... Post

More posts from stephanie_goureau



Instagram Search

1d 1 like Reply

rachellynnchicago Congratulations Ladies! ❤️🎉

1d 1 like Reply

— Hide replies

sarit_n @rachellynnchicago thank you 😊 miss you 😊

1d Reply

rachellynnchicago @sarit_n miss you too! So happy for you all!! ❤️😊

1d Reply

mrslizzyks I am in Greenwich let's get dinner lunch anything

1d Reply

— Hide replies

stephanie_goureau @mrslizzyks would love that!

1d Reply

giulianatalecapri ❤️❤️❤️

1d Reply

danielavesco 🎉 Congratulations ma belle! 😊😊😊

1d 1 like Reply

ella_shopaholic1 Congrats to both of you ❤️

1d Reply

Heart Comment Share

146 likes

2 DAYS AGO

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More posts from stephanie_goureau

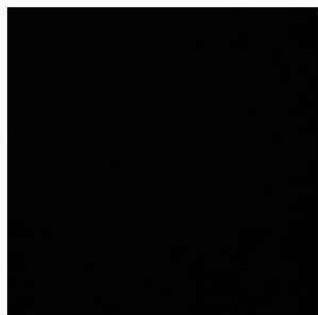


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About Us

QUALITY STYLES

In fashion, beauty is in the eye of the beholder, but quality should never be a compromise. No matter what you're looking for, we guarantee durability. We are committed to providing you styles that have quality built in and will last through the wear and tear of your day.

INNOVATIVE DESIGNS

Our goal is to put the "fun" in functional fashion. We know that looking stylish can make your whole day better; that's why we're committed to being your source for the newest trends. We design clothing you love so you can focus on looking great!



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Contact Us

WE LOVE TO HEAR FROM OUR CUSTOMERS!

Looking for something special? Let us know!

NOBELLE

85 Greenwich Avenue, Greenwich, Connecticut 06830, United States

SEND

This site is protected by reCAPTCHA and the Google Privacy Policy and Terms of Service apply.



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Exhibit C



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July 19 ·

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Send Message

Create Post



Write a post...

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Tag Friends

Get Messages

...



Nobelle updated their cover photo.

July 19 ·



Like

Comment

Share



Nobelle updated their profile picture.

July 19 ·



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Nobelle updated their profile picture.
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Be the first to recommend Nobelle.

Do you recommend Nobelle?

[Yes](#)[No](#)**Ratings and reviews have changed**

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Be the first to recommend Nobelle

Do you recommend Nobelle?

[Yes](#)[No](#)**Ratings and reviews have changed**

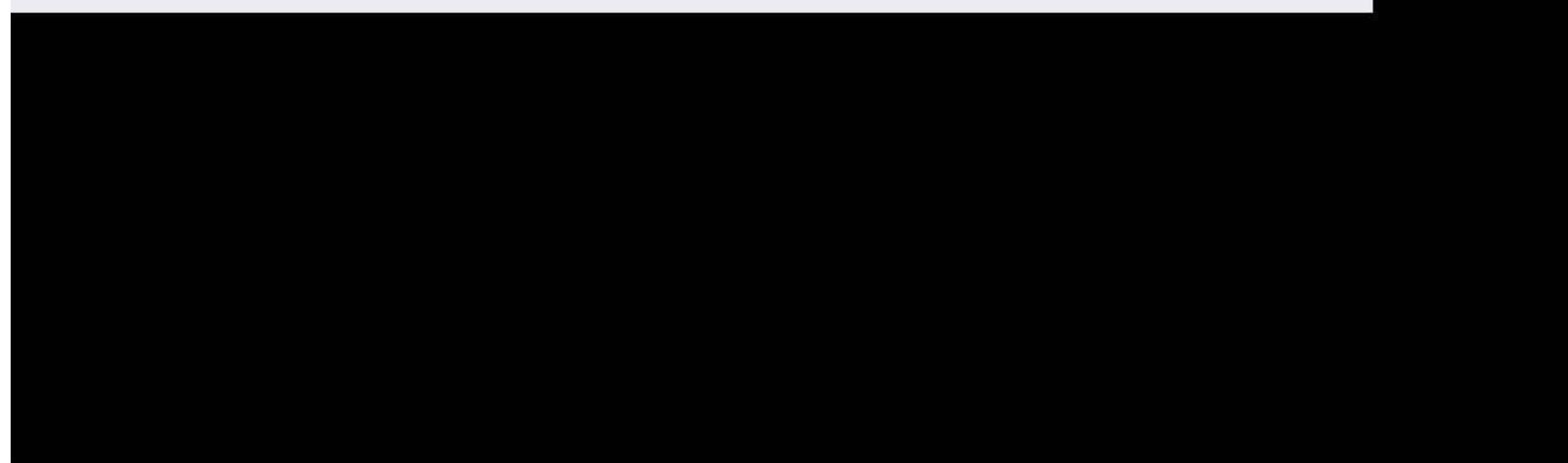
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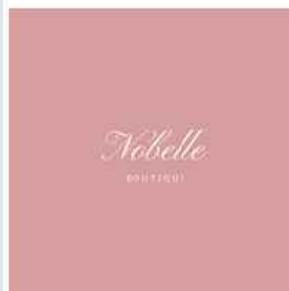


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2 Photos



Cover Photos
1 Photo

All Photos



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Sara & Stephanie poll together their 25+ years of Styling and Retail background to bring you a new customer experience.

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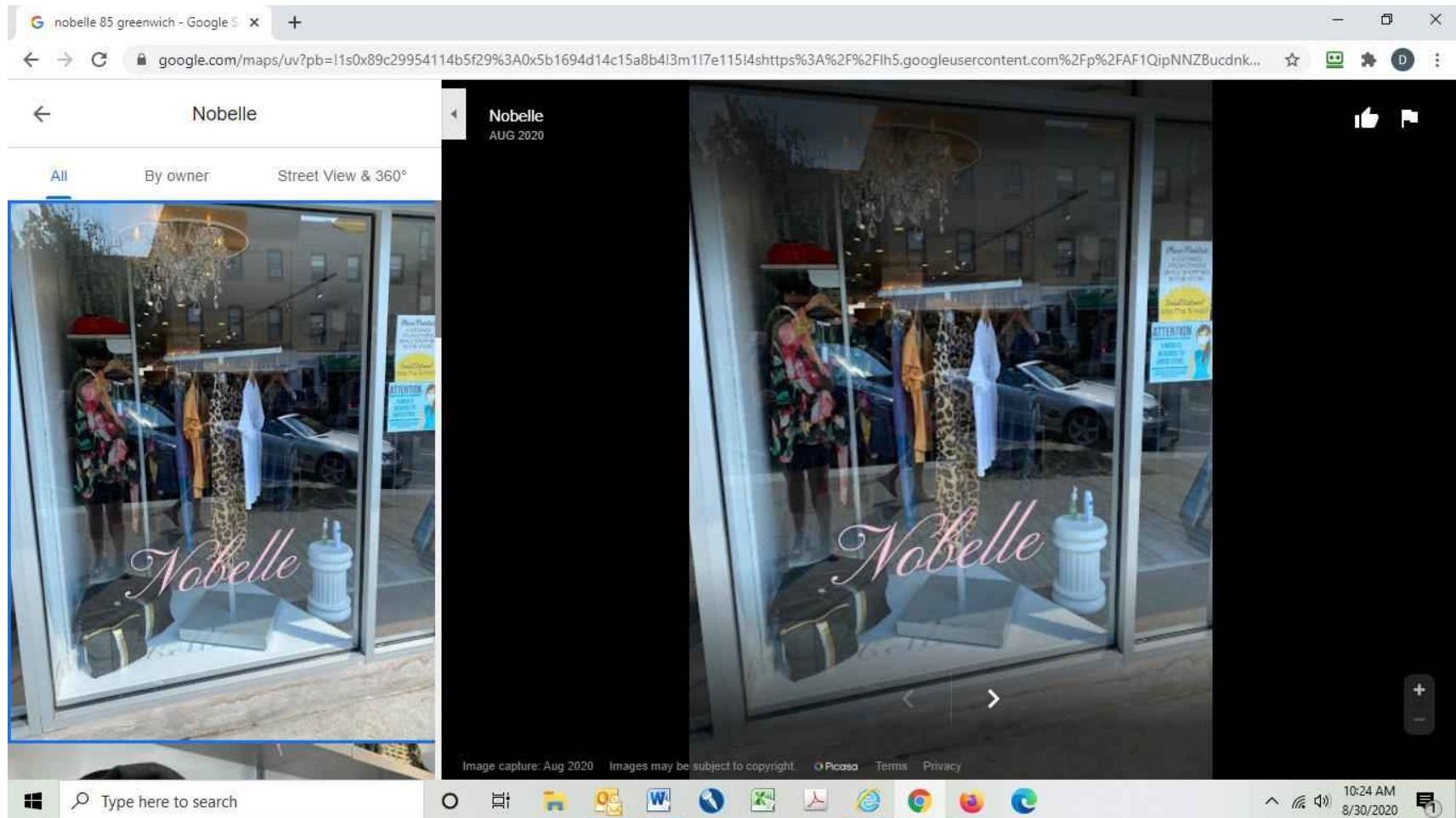
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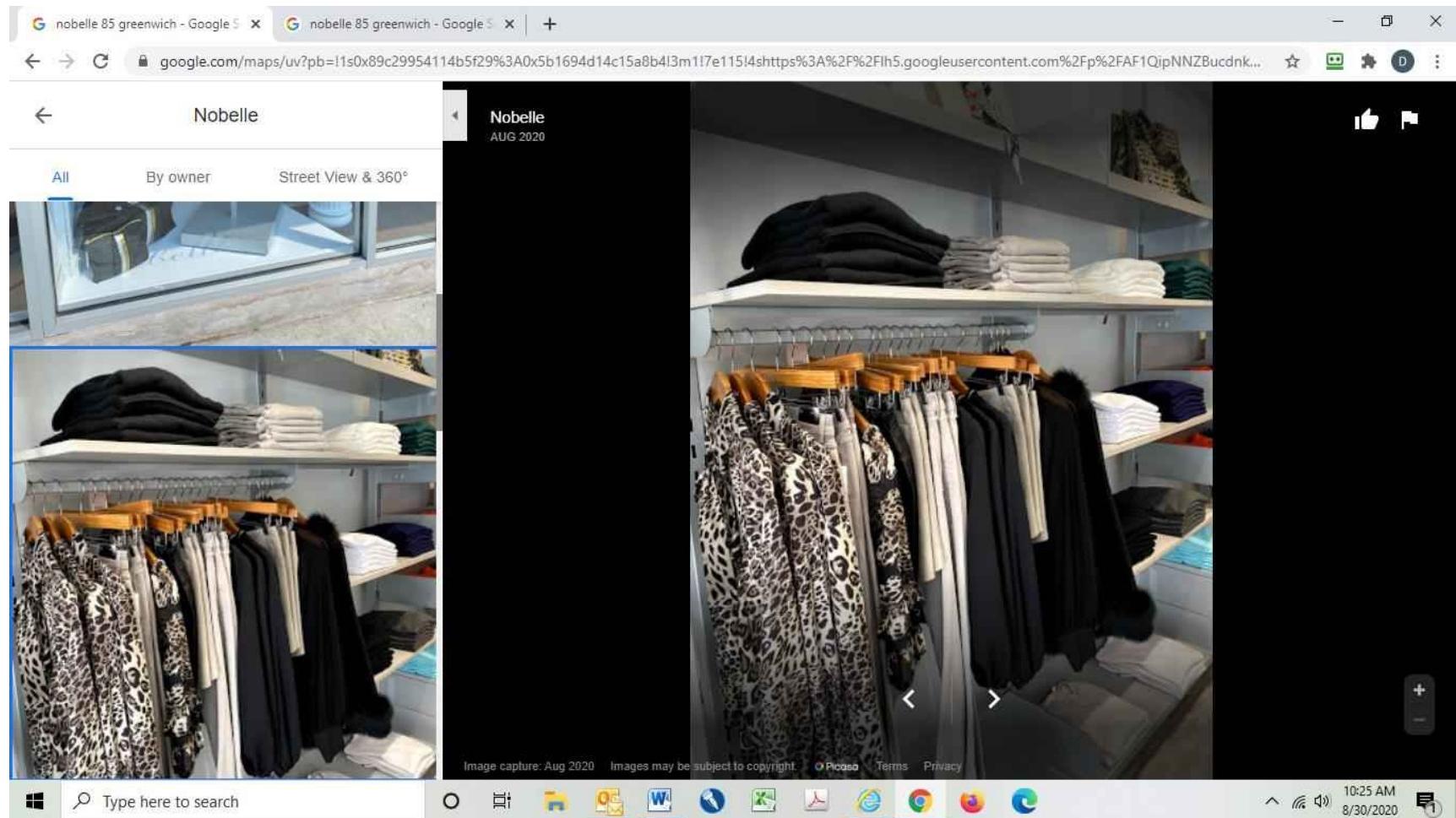
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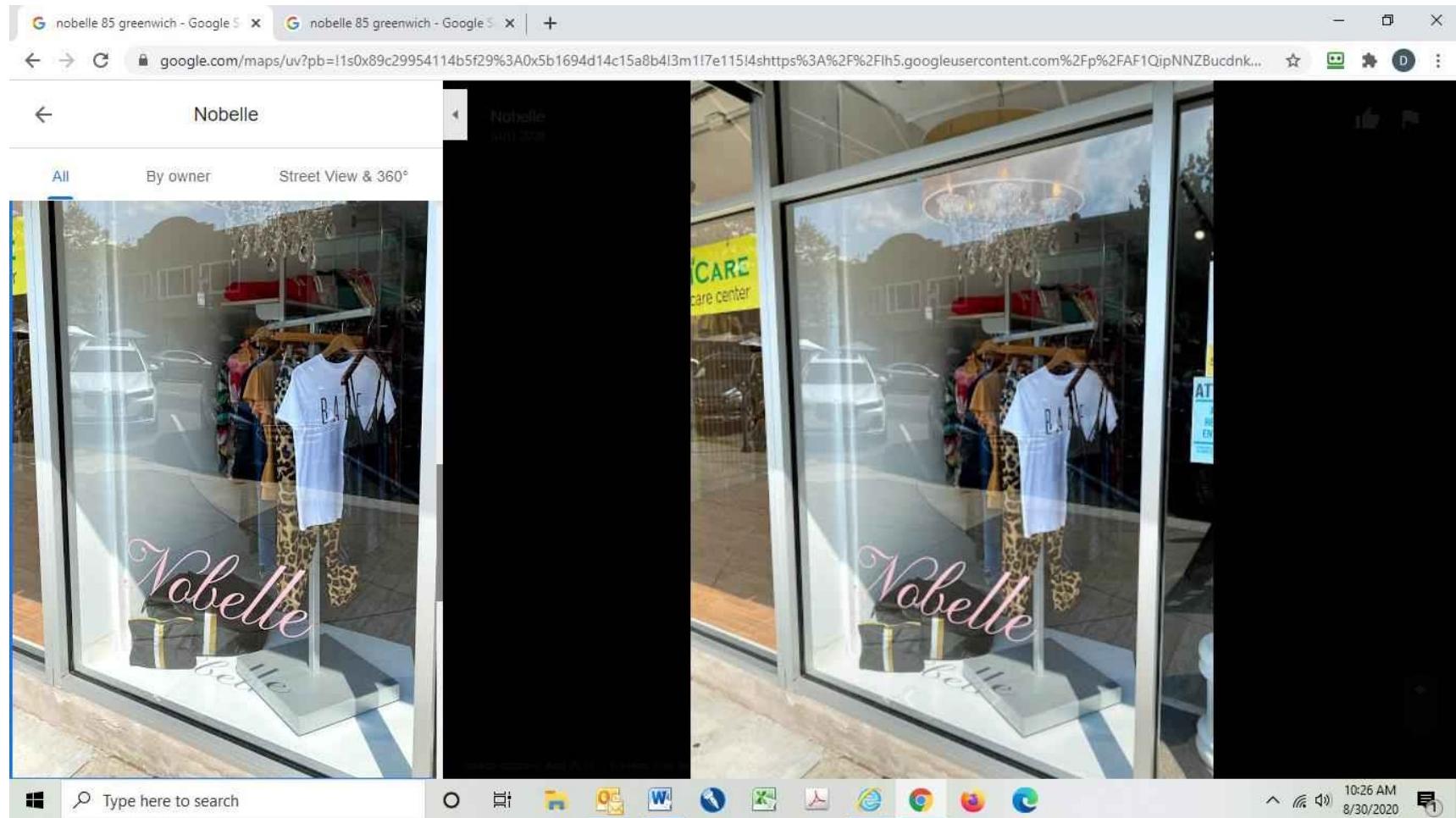
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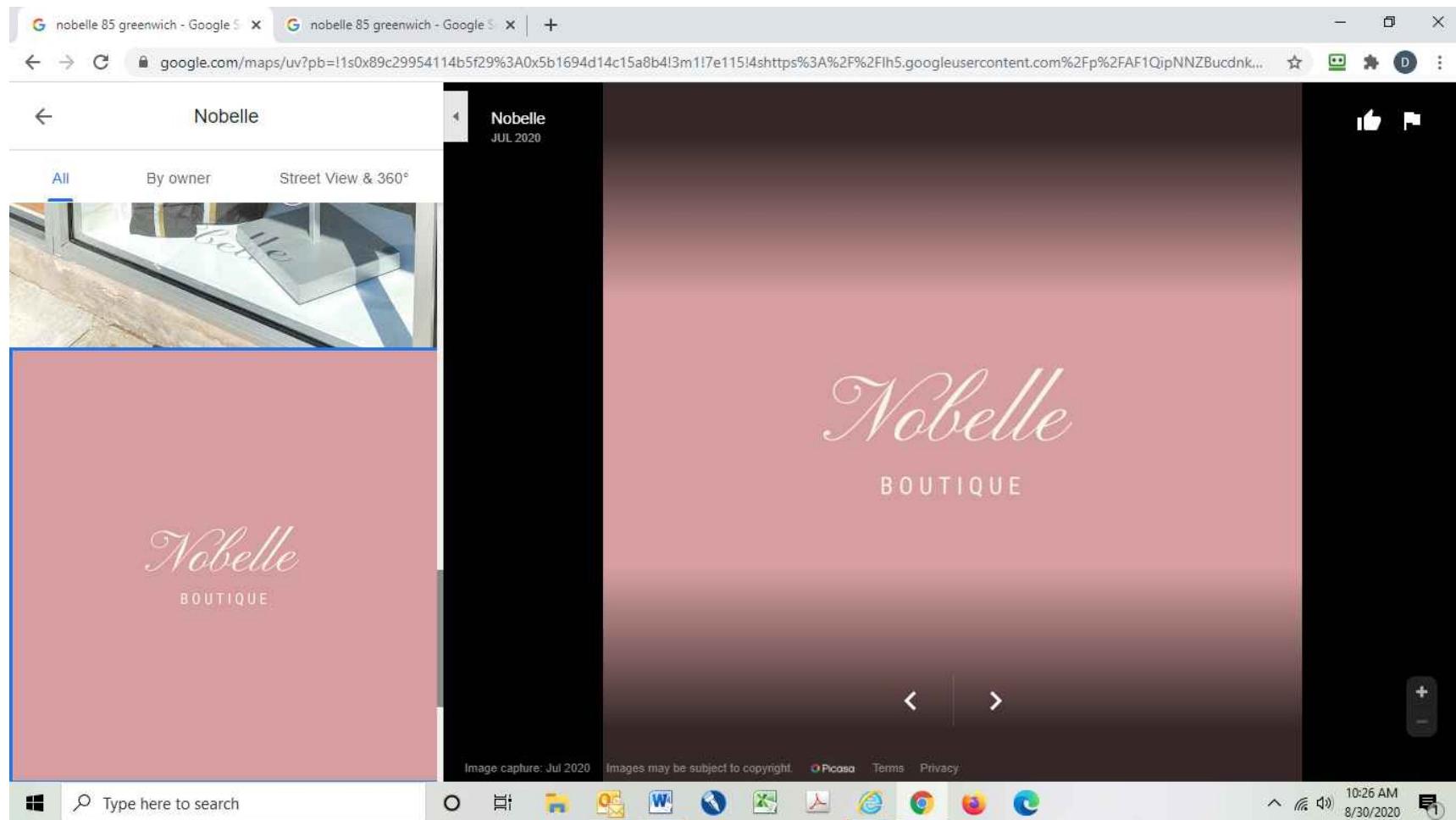
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CERTIFICATE OF SERVICE

I, Brian E. Farnan, hereby certify that on August 31, 2020, a copy of the Supplemental Declaration of Marcus Lemonis was served via LexisNexis File&Serve on the following:

Sean J. Bellew
Bellew LLC
Red Clay Center at Little Falls
2961 Centerville Road, Suite 302
Wilmington, Delaware 19808
sjbellew@bellewllc.com

/s/ Brian E. Farnan

Brian E. Farnan (# 4089)